

INNOVA CAPTAB LIMITED  
1281/1, Hilltop Industrial Estate, Near  
EPIP, Phase-I, Jharmajri, Baddi, Dist.  
Solan (H.P.)-173205 India.  
Phone: +91-1795-650820



**May 27, 2024**

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001  
**BSE Symbol: INNOVACAP**  
**BSE Scrip Code: 544067**

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor  
Plot No. C/1, "G" Block  
Bandra-Kurla Complex  
Bandra (E), Mumbai – 400 051  
**NSE Symbol: INNOVACAP**

Dear Sir/Madam,

**Subject: Annual Secretarial Compliance Report for the year ended March 31, 2024.**

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the applicable Circulars issued by Securities and Exchange Board of India, BSE Limited and National Stock Exchange of India Limited, from time to time, please find enclosed herewith the Annual Secretarial Compliance Report issued by Mr. Jaspreet Singh Dhawan of Jaspreet Dhawan & Associates., Practicing Company Secretaries, for the year ended March 31, 2024.

Request you to kindly take the same on record.

Thanking you,

Yours faithfully,  
**For Innova Captab Limited**

**Neeharika Shukla**  
**Company Secretary & Compliance Officer**  
**Membership No.: A42724**

Encl.: A/a



Jaspreet Singh Dhawan  
B.Com (Hons.), FCS

## JASPREET DHAWAN & ASSOCIATES

COMPANY SECRETARIES

H. No. 705, Phase-10, Sector 64, Mohali, Punjab-160062  
cell : +91 98885-15184, 75891-58266  
Off. : +91 98142-49418  
e-mail : jaspreetsdhawan1@gmail.com  
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### Annual Secretarial Compliance Report

OF

### INNOVA CAPTAB LIMITED

For the financial year ended March 31, 2024

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and  
Disclosure Requirements) Regulations, 2015]

To,  
**Board of Directors,**  
**Innova Captab Limited**  
**601, Proxima, Plot No 19,**  
**Sector 30 A, Vashi Navi Mumbai,**  
**Thane, Maharashtra - 400705, India**

Respected Sir/Madam,

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **INNOVA CAPTAB LIMITED**, CIN: U24246MH2005PLC150371, (hereinafter referred as "the listed entity"), having its registered office at 601, Proxima, Plot No 19, Sector 30 A Vashi Navi Mumbai, Thane, Maharashtra - 400705, India. The Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period i.e. the financial year ended on 31st March 2024, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, **Jaspreet Dhawan & Associates**, have examined:

- All the documents and records made available to us and explanation provided by the listed entity;
- The fillings/submissions made by the listed entity to the stock exchanges;
- Website of the listed entity;
- Any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2024 ("Review Period") in respect of compliance with the provisions of:



- (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines, issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations whose provisions and the circulars/guidelines issued thereunder have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations 2018; (The provisions of the said regulations are not applicable to the Listed Entity during the review period.)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (The provisions of the said regulations are not applicable to the Listed Entity during the review period.)
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (The provisions of the said regulations are not applicable to the Listed Entity during the review period.)
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003;
- (j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (The provisions of the said regulations are not applicable to the Listed Entity during the review period.)
- (k) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009

and circulars/guidelines issued thereunder;

and based on the above examination, We hereby report that, during the Review Period;

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of matters specified below :-

Sr. No.	Compliance Requirement (Regulations /circulars/guidelines including specific	Regulation/Circular No.	Deviations	Actions Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks



clauses)									
--NIL--									

(b) The listed entity has taken the following actions to comply with the observations made in the previous reports:

Sr. No.	Observations/Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 2023 (the years are to be mentioned)	Compliance Requirement (Regulations/Circulars/guidelines including specific clauses)	Details of violation/deviations and actions taken/penalty imposed, if any, on the listed entity	Remedial actions, if taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
Not applicable						

(c) We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/Remarks by PCS*
1.	<p><b><u>Secretarial Standards:</u></b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).</p>	Yes	None
2.	<p><b><u>Adoption and timely updation of the Policies:</u></b></p> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI.</li> </ul>	Yes	None



3.	<p><b><u>Maintenance and disclosures on Website:</u></b></p> <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website.</li> <li>• Timely dissemination of the documents/ information under a separate section on the website.</li> <li>• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website.</li> </ul>	Yes	None
4.	<p><b><u>Disqualification of Director:</u></b> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.</p>	Yes	None
5.	<p><b><u>Details related to Subsidiaries of listed entities:</u></b> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well another subsidiaries</p>	(a) Yes (b) Yes	<p>(a) As per the provisions of Regulation 16 (1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company has identified two material subsidiaries :-</p> <p>1.Univentis Medicare Limited, CIN: U24232MH2015PL C402722 (wholly owned Subsidiary of the Listed entity)</p> <p>2. Sharon Bio-Medicine Limited, CIN: L24110MH1989PL C052251 (A wholly owned Subsidiary of Univentis Medicare Limited)</p>



6.	<b><u>Preservation of Documents:</u></b> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under the SEBI (LODR Regulations), 2015.	Yes	None
7.	<b><u>Performance Evaluation:</u></b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	None
8.	<b><u>Related Party Transactions:</u></b> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions. (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee.	Yes  Not Applicable	The prior approval of the Audit Committee has been obtained for all the Related Party Transactions either by way of omnibus approval or specific approval.
9.	<b><u>Disclosure of events or information:</u></b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the LODR Regulations within the time limits prescribed thereunder.	Yes	None
10.	<b><u>Prohibition of Insider Trading:</u></b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI(Prohibition of Insider Trading) Regulations, 2015.	Yes	None



<p>11.</p>	<p><b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b></p> <p>No actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) <del>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</del></p>	<p>Not Applicable</p>	<p>The Company is not in receipt of any such notices from SEBI or Stock exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/guidelines issued there under.</p>
<p>12.</p>	<p><b><u>Resignation of statutory auditors from the listed entity or its material subsidiaries</u></b></p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p>	<p>Not Applicable</p>	<p>No instance of Resignation of statutory auditor from the listed entity or any of its material subsidiaries during the review period.</p>
<p>13.</p>	<p><b><u>No additional non-compliances observed:</u></b></p> <p>No additional non-compliance observed for any of the SEBI regulation / circular/ guidance note etc. except as reported above.</p>	<p>Not Applicable</p>	<p>No additional non-compliance observed.</p>

**Assumptions & Limitation of scope and Review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.



5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.

For Jaspreet Dhawan & Associates  
Company Secretaries  
Peer Review Cert. No.: 1335/2021



Jaspreet Singh Dhawan  
Proprietor

FCS : 9372 | C.P. No.8545

UDIN : F009372F000371998

DATE : 15/05/2024

PLACE - MOHALI